

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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 In re: : Chapter 11
 :
 WASHINGTON MUTUAL, INC., *et al.*,¹ : Case No. 08-12229 (MFW)
 :
 Debtors. : (Jointly Administered)
 :
 : **Objection Deadline: 2/7/2012@ 4 PM**
 : **Hearing: Only if Objections filed**
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**THIRTY-THIRD MONTHLY APPLICATION OF
ELLIOTT GREENLEAF, SPECIAL LITIGATION AND
CONFLICTS COUNSEL TO THE DEBTORS, FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR
THE PERIOD DECEMBER 1, 2011 THROUGH DECEMBER 31, 2011**

Name of Applicant: Elliott Greenleaf

Authorized to Provide
Professional Services to: Debtors

Date of Retention: Nunc Pro Tunc to September 26, 2008

Period for which compensation and
reimbursement is sought: December 1, 2011 through December 31, 2011

Amount of Compensation sought as
actual, reasonable and necessary: \$7,736.00 (80%, \$6,188.80)

Amount of Expense Reimbursement sought
as actual, reasonable and necessary: \$797.90

This is a: X monthly interim final application.

¹ The Debtors in these Chapter 11 cases and the last four digits of each Debtor's federal tax identification numbers are: (i) Washington Mutual, Inc. (3725); and (ii) WMI Investment Corp. (5395).



The total time expended for fee application preparation is approximately 4.0 hrs and the corresponding compensation requested is approximately \$860.00.

If this is not the first application filed, disclose the following for each prior application:

Fee Application Covered Dates, Date Filed, Doc. No.	Total Fee Request	Total Expense Request	Certificate of No Objection/ Certification of Counsel Filing Date, Doc. No.	Total Amount of Fees Approved to Date via Certificate of No Objection (80%)	Total Amount of Expenses Approved to Date via Certificate of No Objection (100%)	Amount of Holdback Fees
4/1/09-4/30/09 7/1/09 Doc. No. 1258	\$13,117.50	\$414.08	7/23/2009 Doc. No. 1381	\$10,494.00	\$414.08	\$2,623.50
5/1/09-5/31/09 7/1/09 Doc. No. 1260	\$44,086.50	\$2,370.69	7/23/2009 Doc. No. 1382	\$35,269.20	\$2,370.69	\$8,817.30
6/1/09-6/30/09 7/20/2009 Doc. No. 1350	\$56,307.00	\$1,801.27	8/13/2009 Doc. No. 1487	\$45,045.60	\$1,801.27	\$11,261.40
7/1/09-7/31/09 8/25/2009 Doc. No. 1548	\$81,265.00	\$15,070.71	9/16/2009 Doc. No. 1616	\$65,012.00	\$15,070.71	\$16,253.00
8/1/09-8/31/09 9/28/2009 Doc. No. 1663	\$59,267.00	\$3,153.27	10/22/2009 Doc. No. 1751	\$47,413.60	\$3,153.27	\$11,853.40
9/1/09-9/30/09 11/5/2009 Doc. No. 1838	\$85,135.50	\$3,400.05	12/2/2009 Doc. No. 1954	\$68,108.40	\$3,400.05	\$17,027.10
10/1/09- 10/31/09 12/23/2009 Doc. No. 2052	\$55,948.50	\$3,585.61	1/15/2010 Doc. No. 2165	\$44,758.80	\$3,585.61	\$11,189.70
11/1/09- 11/30/09 12/23/2009 Doc. No. 2053	\$45,407.50	\$2,960.77	1/15/2010 Doc. No. 2166	\$36,326.00	\$2,960.77	\$9,081.50
12/1/09- 12/31/09 3/1/2010 Doc. No. 2435	\$42,915.00	\$9,631.52	3/25/2010 Doc. No. 2613	\$34,332.00	\$9,631.52	\$8,583.00
1/1/10-1/31/10 3/1/2010 Doc. No. 2436	\$72,421.00	\$14,415.23	3/25/2010 Doc. No. 2614	\$57,936.80	\$14,415.23	\$14,484.20
2/1/10-2/28/10 5/10/2010 Doc. No. 3687	\$26,706.00	\$2,783.43	6/8/2010 Doc. No. 4646	\$21,364.80	\$2,783.43	\$5,341.20

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3/1/10-3/31/10 5/21/2010 Doc. No. 4166	\$32,783.00	\$7,787.66	6/17/2010 Doc. No. 4757	\$26,226.40	\$7,787.66	\$6,556.60
4/1/2010- 4/30/2010 6/17/2010 Doc. No. 4759	\$11,342.50	\$1,266.88	7/9/2010 Doc. No. 4949	\$9,074.00	\$1,266.88	\$2,268.50
5/1/2010- 5/31/2010 7/16/2010 Doc. No. 5082	\$22,719.50	\$1,206.32	8/9/2010 Doc. No. 5248	\$18,175.60	\$1,206.32	\$4,543.90
6/1/2010- 6/30/2010 7/16/2010 Doc. No. 5083	\$29,879.00	\$2,639.94	8/9/2010 Doc. No. 5249	\$23,903.20	\$2,639.94	\$5,975.80
7/1/2010- 7/31/2010 10/5/2010 Doc. No. 5580	\$39,692.50	\$3,793.46	11/5/2010 Doc. No. 5775	\$31,754.00	\$3,793.46	\$7,938.50
8/1/2010- 8/31/2010 10/11/2010 Doc. No. 5581	\$11,633.00	\$674.90	11/5/2010 Doc. No. 5776	\$9,306.40	\$674.90	\$2,326.60
9/1/2010- 9/30/2010 11/15/2010 Doc. No. 5902	\$20,026.00	\$1,405.52	12/9/2010 Doc. No. 6281	\$16,020.80	\$1,405.52	\$4,005.20
10/1/2010- 10/31/2010 12/15/2010 Doc. No. 6355	\$31,191.50	\$2,073.83	1/7/2011 Doc. No. 6524	\$24,953.20	\$2,073.83	\$6,238.30
11/1/2010- 11/30/2010 12/23/2010 Doc. No. 6427	\$69,797.50	\$6,960.07	1/14/2011 Doc. No. 6561	\$55,838.00	\$6,960.07	\$13,959.50
Supplement to 5/1/2010- 6/30/2010 12/22/2010 Doc. No. 6398	\$2,560.00	0	1/14/2011 Doc. No. 6559	\$2,048.00	0	\$512.00

Fee Application Covered Dates, Date Filed, Doc. No.	Total Fee Request	Total Expense Request	Certificate of No Objection/ Certification of Counsel Filing Date, Doc. No.	Total Amount of Fees Approved to Date via Certificate of No Objection (80%)	Total Amount of Expenses Approved to Date via Certificate of No Objection (100%)	Amount of Holdback Fees
12/1/2010-12/31/2010 1/20/2011 Doc. No. 6594	\$38,910.50	\$3,797.97	2/14/2011 Doc. No. 6731	\$31,128.40	\$3,797.97	\$7,782.10
1/1/2011-1/31/2011 3/3/2011 Doc. No. 6848	\$23,251.50	\$3,705.99	3/30/2011 Doc. No. 7078	\$18,601.20	\$3,705.99	\$4,650.30
2/1/2011-2/28/2011 3/24/2011 Doc. No. 7026	\$13,475.50	\$3,646.88	4/19/2011 Doc. No. 7159	\$10,780.40	\$3,646.88	\$2,695.10
3/1/2011-3/31/2011 6/21/2011 Doc. No. 7941	\$26,212.00	\$3,853.34	7/14/2011 Doc. No. 8226	\$20,969.60	\$3,853.34	\$5,242.40
4/1/2011-4/30/2011 6/21/2011 Doc. No. 7942	\$9,126.50	\$2,017.13	7/14/2011 Doc. No. 8227	\$7,301.20	\$2,017.13	\$1,825.30
5/1/2011-5/31/2011 7/7/2011 Doc. No. 8096	\$6,691.50	\$794.52	8/4/2011 Doc. No. 8382	\$5,353.20	\$794.52	\$1,338.30
6/1/2011-6/30/2011 8/4/2011 Doc. No. 8383	\$7,458.50	\$1,140.00	8/26/2011 Doc. No. 8549	\$5,966.80	\$1,140.00	\$1,491.70
7/1/2011-7/31/2011 8/26/2011 Doc. No. 8550	\$19,385.00	\$3,266.46	9/20/2011 Doc. No. 8637	\$15,508.00	\$3,266.46	\$3,877.00
8/1/2011-8/31/2011 9/3/2011 Doc. No. 8704	\$9,321.00	\$1,898.61	10/27/2011 Doc. No. 8904	\$7,456.80	\$1,898.61	\$1,864.20
9/1/2011-9/30/2011 10/25/2011 Doc. No. 8870	\$9,279.50	\$1,937.60				

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10/1/2011-10/31/2011 11/22/2011 Doc. No. 9088	\$9,737.00	\$2,353.12	12/15/11 Doc. No. 9196			
11/1/2011 – 11/30/11 1/9/12 Doc. No. 9141	\$10,142.72	\$1,947.40				
12/1/11 – 12/31/11 Doc. No. 9088	\$7,736.00	\$797.90				

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WASHINGTON MUTUAL, INC., *et al.*,¹ : Case No. 08-12229 (MFW)
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**THIRTY-THIRD MONTHLY APPLICATION OF ELLIOTT GREENLEAF,
SPECIAL LITIGATION AND CONFLICTS COUNSEL TO THE DEBTORS,
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD DECEMBER 1, 2011 THROUGH DECEMBER 31, 2011**

Elliott Greenleaf (“EG”), special litigation and conflicts counsel to Washington Mutual, Inc. and WMI Investment Corp., the above-captioned debtors and debtors-in-possession (the “Debtors”), hereby submits this *Thirty-Third Monthly Application of Elliott Greenleaf, Special Litigation and Conflicts Counsel to the Debtors, for Compensation and Reimbursement of Expenses for the period commencing December 1, 2011 through December 31, 2011* (the “Application”). In support thereof, EG respectfully represents as follows:

BACKGROUND

1. On September 26, 2008 (the “Petition Date”) the Debtors filed voluntary petitions for reorganization under Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”). This Court has entered an Order directing joint administration of these Chapter 11 cases. The Debtors continue to operate their

¹ The Debtors in these Chapter 11 cases and the last four digits of each Debtor’s federal tax identification numbers are: (i) Washington Mutual, Inc. (3725); and (ii) WMI Investment Corp. (5395).

businesses and manage their properties as debtors-in-possession pursuant to Sections §§ 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in these cases.

2. On October 15, 2008, the United States Trustee for the District of Delaware (the “United States Trustee”) appointed the Committee pursuant to Section 1102(a)(l) of the Bankruptcy Code (Docket No. 78).

3. On May 18, 2009, the Court entered an Order Authorizing Employment and Retention *Nunc Pro Tunc* of Quinn Emanuel Urquhart & Hedges, LLP as Special Litigation and Conflicts Counsel to the Debtors (Docket No. 1042). On May 19, 2009, this Court entered an Order Authorizing Employment and Retention *Nunc Pro Tunc* of Elliott Greenleaf as Special Litigation and Conflicts Counsel to the Debtors and Debtors-in-Possession (“EG Retention Order”) (Docket No. 1053). Pursuant to the EG Retention Order, EG was retained *nunc pro tunc* to September 26, 2008.

JURISDICTION AND VENUE

4. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue of this proceeding and this Application is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2)(A) and (M).

5. The statutory bases for relief requested herein are Sections 105(a), 330 and 331 of the Bankruptcy Code.

TERMS AND CONDITIONS OF COMPENSATION OF EG

6. Subject to Court approval, EG seeks payment for compensation on an hourly basis, plus reimbursement of actual, necessary expenses incurred by EG for the

period commencing December 1, 2011 through and including December 31, 2011 (the “Application Period”). With the exception of copy charges (which are charged at a lower rate), the rates charged by EG in this case do not materially differ from the rates charged to EG’s non-bankruptcy clients and are lower in many cases.

7. A summary of the hours spent, the names of each professional and paraprofessional rendering services to the Debtors during the Application Period, the regular customary billing rates and the total value of time incurred by each of the EG attorneys rendering services to the Debtors is attached hereto as Exhibit A. A copy of the computer generated time entries reflecting the time recorded for these services, organized in project billing categories in accordance with the United States Trustee’s Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 (the “Guidelines”), is attached hereto as Exhibit B. A statement of expenses incurred by EG during the Application Period is also included in Exhibit B. All time entries and requested expenses are in compliance with Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States District Court for the District of Delaware (the “Local Rules”).²

8. On November 14, 2008, this Court entered the Amended Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals (the “Amended Interim Compensation Order”) (Docket No. 302). Pursuant to the Amended Interim Compensation Order, EG and other professionals retained in this case are authorized to file and to serve upon the Debtors and the parties

² EG has also attempted to ensure that this Application complies with the Guidelines. To the extent that the Guidelines conflict with the Local Rules, in particular, Local Rule 2016-2, EG has chosen to comply with such local rule. EG will supplement this Application with additional detail or information upon request.

identified in the Amended Interim Compensation Order monthly fee applications (the “Monthly Fee Application”) of their fees and expenses. After the expiration of a twenty (20) day objection period, the Debtors are authorized to promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses requested in the Monthly Fee Application, unless an objection specifically objects to fees and/or expenses of a professional, or the Court orders otherwise.

9. In accordance with the Amended Interim Compensation Order, EG has filed and served upon the Notice Parties identified in the Amended Interim Compensation Order this Application with respect to fees and expenses incurred during the Application Period in the amount of \$7,736.00 in fees and in the amount of \$797.90 in expenses.

10. All services and costs for which compensation is requested by EG in this Application were reasonable and necessary and were performed for and on behalf of the Debtors during the Application Period.

CASE STATUS

11. To the best of EG’s knowledge, the Debtors’ monthly operating reports contain up-to-date information regarding the amount of cash on hand or on deposit in the Debtors’ estate, the amount and nature of accrued unpaid administrative expenses, the Debtors’ operating profits or losses, and the amount of unencumbered funds in the Debtors’ estate.

12. To the best of EG’s knowledge, the Debtors have paid to the United States Trustee its initial quarterly fees and has filed its initial monthly operating report.

NARRATIVE SUMMARY OF SERVICES

13. EG has rendered actual and necessary services on behalf of the estate and is

requesting reasonable compensation for their services for the Application Period. As noted above, a summary by project category is attached as Exhibit B, as are detailed time entries organized by category and chronology within the categories.

14. In its capacity as special litigation and conflicts counsel, EG has been retained to perform all necessary legal services related to suits or other legal actions against present or former clients of Weil, Gotshal & Manges LLP and Richards, Layton & Finger, P.A. (the “Conflict Parties”) in these cases as is appropriate. EG will not be doing any work that is duplicative of Debtors’ Counsel. EG has been primarily retained, but not to the exclusion of any related duties described in the Application, to commence, prosecute, and defend, as appropriate, adversary proceedings against the Conflict Parties including, but not limited to, adversary and other necessary parties (Adv. Proc. 09-50551 (MFW) commenced in this Court on March 24, 2009 by JPMorgan against the Debtors and the FDIC. On March 30, 2009, JPMorgan Chase moved to intervene.). EG has also been retained as conflicts counsel for Richards, Layton & Finger, P.A. to serve as Delaware Counsel to Weil, Gotshal & Manges LLP in Adv. Proc. 10-53420 (MFW) that commenced in this Court on October 21, 2010 by the Debtors against various bank bondholder claims. The retention of EG has been requested by the Debtors because, and shall be limited to those instances in which Debtors’ Counsel have conflicts which they have been unable to resolve through a waiver or otherwise. These conflicts preclude them from representing the Debtors’ interests against JPMorgan and other necessary parties to the dispute with JPMorgan.

COMPENSATION REQUESTED

15. EG expended 24.7 hours during the Application Period in furtherance of its

efforts on behalf of the Debtors. EG requests allowance of compensation in amount of \$7,736.00 for legal services rendered during the Application Period at a blended hourly rate of \$313.20. Pursuant to the Amended Interim Compensation Order, EG requests payment of 80% of the total fees requested, or \$6,188.80. None of the requested fees detailed herein have been paid.

REIMBURSEMENT OF EXPENSES

16. During the Application Period, EG incurred certain necessary expenses in rendering legal services to the Debtors as set forth in Exhibit C. Exhibit C sets forth in summary detail the expenses incurred during the Application Period (copies of invoices from EG's vendors are available for inspection upon request). Telecopying services completed in-house by EG were charged at \$1.00 per page for outgoing facsimiles only. EG represents that its rate for duplication is \$0.10 per page, consistent with the Local Rules and Guidelines. In order to more efficiently handle the voluminous copying of pleadings served and filed in this case, EG on occasion retained third-party duplication service providers. EG seeks reimbursement only for the actual expenses charged by such third-party service providers. Finally, EG seeks reimbursement for computer assisted research, which is the actual cost of such charges, if any.

17. EG seeks reimbursement for its reasonable, necessary and actual expenses incurred during the Application Period for the total amount of \$797.90.

LEGAL STANDARD

18. Section 330(a)(1) of the Bankruptcy Code allows the payment of:

(A) reasonable compensation for actual, necessary services rendered by the trustee, examiner, professional person, or attorney and by any paraprofessional person employed by any such person; and

(B) reimbursement for actual, necessary expenses.

11 U.S.C. § 330(a)(1). Reasonableness of compensation is driven by the “market-driven approach” which considers the nature, extent and value of services provided by the professional and cost of comparable services in the non-bankruptcy contexts. *See Zolfo Cooper & Co. v. Sunbeam-Oster Co.*, 50 F.3d 253, 258 (3d Cir. 1995); *In re Busy Beaver Building Ctr., Inc.*, 19 F.3d 833, 849 (3d Cir, 1994). Thus, the “baseline rule is for firms to receive their customary rates.” *Zolfo Cooper*, 50 F.3d at 259.

19. In accordance with its practices in non-bankruptcy matters, EG has calculated its compensation requested in their Application by applying the standard hourly rates. EG’s calculation is based upon hourly rates that are well within the range of rates that are charged by comparable firms in similar bankruptcy cases. Accordingly, EG’s rates should be determined to be reasonable under Section 330 of the Bankruptcy Code.

20. EG’s fees during the Application Period are also reasonable under the prevailing legal standard and should be allowed. The amount of these fees is not unusual given the complexity, accelerated deadlines, aggressive sale schedule, and size of the Debtors’ Chapter 11 case. EG’s fees are commensurate with fees that other attorneys of comparable experience and expertise have charged and been awarded in similar Chapter 11 cases. Accordingly, EG’s fees are reasonable pursuant to Section 330 of the Bankruptcy Code.

21. Section 330(a)(1)(B) of the Bankruptcy Code permits reimbursement for actual, necessary expenses. EG’s legal services and expenses incurred during the Application Period are set forth in this Application and constitute only those necessary expenses that were incurred for the benefit of the Debtors’ estate. EG has properly

requested reimbursement of only actual, necessary and appropriate legal expenses.

22. Except as permitted by Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), no agreement or understanding exists between EG and/or any third person for the sharing or division of compensation. All of the services for which compensation is requested in this Application were rendered at the request of and solely on behalf of the Debtors.

23. Pursuant to the standards set forth in Sections 330 and 331 of the Bankruptcy Code, EG submits that the compensation requested is for actual and necessary services and expenses, and is reasonable, based upon the nature, extent and value of such services, the time spent thereon, and the costs of comparable services in a case under the Bankruptcy Code.

24. The time records annexed to this Application constitute only a general statement of the services rendered and time expended without description of the pressure and constraints under which EG actually rendered these services. The considerable challenges of this case have been attended to and managed by EG at all levels, promptly, expertly, and often to the exclusion of the other matters in EG’s office. EG submits, therefore, that its fees and expenses were actually, necessary, reasonable and justified, and should be allowed in full.

NOTICE AND NO PRIOR APPLICATION

25. No trustee or examiner has been appointed in this Chapter 11 case. Notice and service of this Application has been given to the Debtors; co-counsel to the Debtors; the Office of the United States Trustee for the District of Delaware; and counsel to any Committees appointed in the Debtors’ Chapter 11 case pursuant to the Interim

Compensation Order. Pursuant to Bankruptcy Rule 2002(a)(6), notice of this Application has also been given to all parties requesting notices pursuant to Bankruptcy Rule 2002. In light of the nature of the relief requested herein, EG submits that no further or other notice is required.

26. No previous application for the relief sought herein has made to this or any other Court.

VERIFICATION

27. I am familiar with the work performed on behalf of the Debtors by the lawyers and paraprofessionals in the firm.

28. I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Local Rule 2016-2, and submit that the Application substantially complies with such Local Rule.

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WHEREFORE, EG requests that its Application for fees in the amount of \$7,736.00 and expenses in the amount of \$797.90 be allowed and that if no objections are filed, 80% of the requested fees in the amount of \$6,188.80 and 100% of the amount of \$797.90 be paid for reimbursement of actual and necessary costs and expenses incurred during the Application Period, and further requests such other and further relief as the court may deem just and proper.

Dated: January 18, 2012
Wilmington, Delaware

ELLIOTT GREENLEAF

/s/ Rafael X Zahralddin-Aravena
Rafael X. Zahralddin-Aravena (DE Bar No. 4166)
Shelley A. Kinsella (DE Bar No. 4023)
1105 North Market Street, Suite 1700
Wilmington, Delaware 19801
Telephone: (302) 384-9400
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Email: rxza@elliottgreenleaf.com
Email: sak@elliottgreenleaf.com

*Special Litigation and Conflicts Counsel for
Washington Mutual, Inc.*

EXHIBIT A

**SUMMARY OF PROFESSIONAL AND PARAPROFESSIONALS
RENDERING SERVICES FROM
DECEMBER 1, 2011 THROUGH DECEMBER 31, 2011**

Name of Professional	Position	Total Billed Hours	Hourly Billing Rate	Total Compensation
Rafael X. Zahralddin	Partner	1.4 Hrs	\$610/hr	\$854.00
Shelley A. Kinsella	Counsel	8.5 Hrs	\$410/hr	\$3,485.00
Jonathan M. Stemerman	Associate	1.4 Hrs	\$350/hr	\$490.00
Kristin McCloskey	Paralegal	10.8 Hrs	\$215/hr	\$2,322.00
Theresa M. Snow	Paralegal	2.6 Hrs	\$200/hr	\$585.00
Total:		24.7 Hrs		\$7,736.00
Blended Rate:		\$313.20/hr		

EXHIBIT B

Washington Mutual, Inc.

Task Billing Summary Page

Re: In re: Washington Mutual, Inc., et al.

File Number 60124-001

	Previous	Current	
	<u>Billed</u>	<u>Bill</u>	<u>Total</u>
Case Administration	10,023.00	0	10,023.00
Asset Analysis Recovery	463.50	0	463.50
Asset Disposition	648.00	0	648.00
Relief from Stay/Adequate Protection	4,139.50	0	4,139.50
Employment & Retention Application EGS	6,543.00	0	6,543.00
Employment & Retention Application Others	5,846.50	0	5,846.50
Fee Applications and Invoices – EGS	57,612.50	1,227.00	58,839.50
Fee Objections EGS	20,482.00	1,088.00	21,570.00
Fee Applications and Invoices – Others	35,935.00	1,218.50	37,153.50
Fee Objections Others	19,901.00	958.50	20,859.50
Avoidance Action Analysis	955.50	0	955.50
Lease and Contract – Assumption, Rejection	234.00	0	234.00
Other Contested Matters	32,833.50	0	32,833.50
Business Operations	601.50	0	601.50
Employee Benefits/Pensions	20.00	0	20.00
Tax Issues	234.00	0	234.00
Claims Administration and Objections	9,368.50	82.00	9,450.50
Plan and Disclosure Statement Matters	51,711.50	761.50	52,473.00
Court Hearings	111,556.00	1,703.50	113,259.50
Schedules and Statements	421.00	0	421.00
Legal Research	3,441.00	0	3,441.00
Litigation	651,562.00	697.00	652,344.00
Analysis/Strategy	2,471.00	0	2,471.00
Totals	\$1,027,003.50	\$7,736.00	\$1,034,824.50

Elliott Greenleaf

www.elliottgreenleaf.com

ELLIOTT GREENLEAF
P.O. Box 3010
Blue Bell, Pennsylvania 19422
EIN #23-2617189

January 11, 2012

Washington Mutual, Inc.
1301 Second Avenue
Seattle WA 98101

File Number 60124-001

FOR PROFESSIONAL SERVICES RENDERED

Re: Special Debtors' Litigation Counsel

LEGAL SERVICES

Through December 31, 2011

EG Fee Applications

12/01/11	KAM	[B170-] Analyze Exhibit B to EG November fee application	0.20 Hrs
12/02/11	SAK	[B170-] Email exchange with R. Zahralddin and conference with K. McCloskey re revisions to Elliott Greenleaf's fee application exhibits	0.20 Hrs
12/04/11	KAM	[B170-] Prepare EG's 32nd fee application	0.50 Hrs
12/04/11	KAM	[B170-] Prepare Notice to EG's 32nd fee application	0.20 Hrs
12/04/11	KAM	[B170-] Prepare cover page to EG's 32nd fee application	0.20 Hrs
12/04/11	KAM	[B170-] Prepare Exhibits A and C to EG's 32nd fee application	0.20 Hrs
12/04/11	KAM	[B170-] Prepare COS to EG's 32nd fee application	0.10 Hrs
12/04/11	KAM	[B170-] Prepare task billing page to EG's 32nd fee application	0.20 Hrs
12/05/11	SAK	[B170-] Conference with K. McCloskey re fee application preparations	0.10 Hrs
12/05/11	SAK	[B170-] Finalize Elliott Greenleaf's 32nd Monthly Fee Application, Notice, multiple Exhibits and Certificate of Service (.4); instructions to K. McCloskey re filing same (.1)	0.50 Hrs
12/05/11	KAM	[B170-] File EG's 32nd fee application	0.30 Hrs
12/05/11	KAM	[B170-] Serve EG's 32nd fee application	1.20 Hrs
12/14/11	KAM	[B170-] Emails to/from C. Greer with draft omnibus fee order (.1); analyze EG numbers for accuracy (.2)	0.30 Hrs
12/21/11	KAM	[B170-] Emails to/from C. Greer re: updated chart to omnibus fee order (.1); analyze chart (.1)	0.20 Hrs

Washington Mutual, Inc.

12/21/11	SAK	[B170-] Email from Debtors' counsel re revised Omnibus Fee Application Order; instructions to and email exchange with K. McCloskey re same	0.20 Hrs	
12/22/11	KAM	[B170-] Emails to/from S. Kinsella re: omnibus fee app order (.1); follow up with N. Gontmaher re: payment of same (.1)	0.20 Hrs	
		Totals	4.80 Hrs	\$1,227.00
		EG Fee Applications Totals	4.80 Hrs	\$1,227.00

Fee Objections EGS

12/09/11	JXS	[B171-] Telephone call with R. Zahralddin re: strategy re: objection to EG 8th quarterly fee application	0.20 Hrs	
12/09/11	JXS	[B171-] Analyze objection to EG's 8th quarterly fee application	0.10 Hrs	
12/12/11	JXS	[B171-] Meeting with K. McCloskey re: supplemental objection to EG's quarterly fee application; analyze supplemental objection	0.10 Hrs	
12/12/11	KAM	[B171-] Conference with J. Stemerman re: Supplement to Objection to EG's 8th interim fee application and email to counsel re: same	0.20 Hrs	
12/14/11	KAM	[B171-] Prepare CNO and COS to CNO to EG's 31st fee application	0.40 Hrs	
12/14/11	KAM	[B171-] Analyze docket re: objections to EG's 31st fee application	0.20 Hrs	
12/14/11	KAM	[B171-] Email to N. Gontmaher and J. Truong with CNO to EG's 31st fee application	0.10 Hrs	
12/15/11	SAK	[B171-] Finalize Certificate of No Objection re Elliott Greenleaf's 31st Monthly Fee Application and Certificate of Service	0.20 Hrs	
12/15/11	KAM	[B171-] File CNO to EG's 31st fee application	0.30 Hrs	
12/15/11	KAM	[B171-] Serve CNO to EG's 31st fee application	1.20 Hrs	
12/16/11	JXS	[B171-] Telephone call with B. Finestone and Weil Gotschall re: quarterly fee app hearings and german shareholder objections (.1); meetings with R. Zahralddin and K. McCloskey re: same (.2)	0.30 Hrs	
12/28/11	SAK	[B171-] Analyze J. Pedziwatr's Objection to Elliott Greenleaf's 32nd Monthly Fee Application; instructions to T. Snow re same	0.20 Hrs	
12/28/11	RXZ	[B171-] Analyze pro se objection to EG fees re: billing time for any fee application related time (.1) and forward instructions to T. Snow and update to M. Heyn and B. Finestone re: same (.1)	0.20 Hrs	
12/29/11	SAK	[B171-] Instructions to K. McCloskey re Elliott Greenleaf's 32nd Monthly Fee Application	0.10 Hrs	
		Totals	3.80 Hrs	\$1,088.00
		Fee Objections EGS Totals	3.80 Hrs	\$1,088.00

Fee Applications and Invoices - Other

12/09/11	JXS	[B175-] Analyze shareholder "objections" to, and prepare CNOs for, Quinn Emanuel's 27th-30th fee applications	0.70 Hrs	
12/13/11	KAM	[B175-] Prepare binder package of Klee's unredacted fee apps for Debtors' counsel to submit with their binders (.2); emails to/from C. Greer re: same (.1)	0.30 Hrs	
12/14/11	KAM	[B175-] Emails to/from C. Greer re: Klee Tuchin missing from chart	0.20 Hrs	

Washington Mutual, Inc.

12/14/11	SAK	[B175-] Email from Debtors' counsel re draft of Omnibus Fee Application Order; instructions to K. McCloskey re same	0.20 Hrs	
12/14/11	KAM	[B175-] Emails to/from C. Greer re: unredacted Klee fee applications	0.10 Hrs	
12/14/11	RXZ	[B175-] Emails to/from J. Benner re: omnibus fee order	0.10 Hrs	
12/14/11	KAM	[B175-] Emails to/from J. Benner re: omnibus fee order	0.10 Hrs	
12/15/11	KAM	[B175-] Emails to/from M. Heyn and C. Greer re: KT numbers on omnibus fee order chart	0.30 Hrs	
12/19/11	KAM	[B175-] Emails to/from C. Greer re: Quinn's approval of numbers	0.10 Hrs	
12/27/11	SAK	[B175-] Finalize Klee's 5th Monthly Fee Application, Notice, multiple Exhibits and Certificate of Service (.4); instructions to T. Snow and email exchange with M. Heyn re same (.2)	0.60 Hrs	
12/27/11	SAK	[B175-] Supervise service of Klee Fee Application	0.20 Hrs	
12/27/11	TMS	[B175-] Finalize and file Klee, Tuchin monthly fee application and effectuate service	1.00 Hrs	
12/30/11	SAK	[B175-] Forward Klee's unredacted exhibit for 5th Monthly Fee Application to K. McCloskey with instructions re same	0.10 Hrs	
	Totals		4.00 Hrs	\$1,218.50
	Fee Applications and Invoices - Other Totals		4.00 Hrs	\$1,218.50

Fee Objections - Others

12/06/11	SAK	[B176-] Analyze S. Wilde's filed Objection to Klee's 4th Monthly Fee Application; instructions to K. McCloskey re same	0.20 Hrs	
12/09/11	SAK	[B176-] Multiple emails with co-counsel re fee application objections and preparation of Certificates of No Objection	0.20 Hrs	
12/16/11	KAM	[B176-] Conference with J. Stemerman and R. Zahraiddin re: filing of CNO/response to various fee objections	0.10 Hrs	
12/16/11	KAM	[B176-] Emails from J. Stemerman and M. Heyn re: Reply to Klee's fee objections	0.10 Hrs	
12/16/11	KAM	[B176-] Emails to/from M. Heyn re: edits to Reply re Klee's objections	0.10 Hrs	
12/16/11	KAM	[B176-] Supplement Reply re Klee's objections	0.10 Hrs	
12/16/11	KAM	[B176-] File Reply in Support of First Interim Fee Application of Klee	0.20 Hrs	
12/16/11	SAK	[B176-] Multiple email exchanges with co-counsel re response to fee application objections	0.20 Hrs	
12/16/11	SAK	[B176-] Emails from M. Heyn re revised Reply to Objection to Klee's 1st Interim Fee Application (.1); finalize Reply and Certificate of Service (.2); instructions to T. Snow re filing/service and supervise same (.2)	0.50 Hrs	
12/16/11	TMS	[B176-] Prepare COS and emails with S. Kinsella regarding COS (.2), electronically file and effectuate service of Reply In Support of First Interim Fee Application of Klee, Tuchin, Bogdanoff & Stern LLP, Special Litigation Counsel to the Debtor, for Compensation and Reimbursement of Expenses for the Period June 24, 2011 through September 30, 2011 (1.2); numerous emails with S. Kinsella regarding reply/responses (.1)	1.50 Hrs	
12/19/11	SAK	[B176-] Finalize Notice of Withdrawal re Klee Reply	0.10 Hrs	
	Totals		3.30 Hrs	\$958.50

Washington Mutual, Inc.

Fee Objections - Others Totals 3.30 Hrs \$958.50

Claims Administration and Objections

12/22/11 SAK [B310-] Analyze Memorandum Opinion re Tranquility subordination 0.20 Hrs
Totals 0.20 Hrs \$82.00
Claims Administration and Objections Totals 0.20 Hrs \$82.00

Plan and Disclosure Statement

12/13/11 KAM [B320-] Emails from N. Lapinski re: 7th Amended Plan and Notice of Hearing on same (.1); email to counsel re: same (.1) 0.20 Hrs
12/13/11 KAM [B320-] Email to counsel re: 7th Amended Plan hearing date 0.10 Hrs
12/13/11 SAK [B320-] Preliminary review of 7th Amended Disclosure Statement, Plan and Notice of Hearing re same 0.80 Hrs
12/15/11 SAK [B320-] Analyze Certification of Counsel re Mediator Appointment Order amendment 0.20 Hrs
12/23/11 SAK [B320-] Analyze Motion of the Consortium of Trust Preferred Security Holders for Stay of Confirmation 0.30 Hrs
12/23/11 SAK [B320-] Analyze Motion of Preferred Security Holders to Determine Propriety of Proposed Plan Classification 0.20 Hrs
12/23/11 SAK [B320-] Analyze Motion of Preferred Security Holders for Stay pending Appeal 0.20 Hrs
Totals 2.00 Hrs \$761.50
Plan and Disclosure Statement Totals 2.00 Hrs \$761.50

Court Hearings

12/05/11 RXZ [B430-] Analyze agenda forwarded by lead counsel for 12/8/2011 at 10:30 AM hearing re: WMB Noteholders and Marathon Credit claimants 0.20 Hrs
12/06/11 KAM [B430-] Analyze Notice of Agenda for 12/8 hearing 0.10 Hrs
12/06/11 KAM [B430-] Email to counsel with Notice of Agenda for 12/8 hearing 0.10 Hrs
12/06/11 SAK [B430-] Analyze Notice of Agenda for 12/08/11 hearing 0.20 Hrs
12/06/11 TMS [B430-] Emails regarding 12-8-2011 hearing and WMI Investment Corp. v. Peter J. and Candace R. Zak Living Trust of 2001 adversary pretrial conference 0.10 Hrs
12/19/11 KAM [B430-] Schedule M. Heyn for telephonic appearance at the 12/22 hearing 0.30 Hrs
12/19/11 KAM [B430-] Emails to/from J. Benner and B. Finestone re: telephonic appearance at 12/22 hearing 0.10 Hrs
12/20/11 KAM [B430-] Emails to/from S. Kinsella re: binder (.1); prepare hearing binder (.7) 0.80 Hrs
12/20/11 KAM [B430-] Email to counsel with Notice of Agenda 0.10 Hrs
12/20/11 KAM [B430-] Emails to/from B. Finestone re: hearing binder (.1); prepare hearing binder (.5) 0.60 Hrs

Washington Mutual, Inc.

12/20/11	SAK	[B430-] Analyze Notice of Agenda re 12/22/11 hearing and instructions to K. McCloskey re preparation for same	0.30 Hrs	
12/22/11	KAM	[B430-] Email to counsel re: hearing date to consider approval of the disclosure statement for the 7th amended Plan	0.10 Hrs	
12/22/11	SAK	[B430-] Prepare for upcoming hearing	0.50 Hrs	
12/22/11	SAK	[B430-] Multiple emails from K. McCloskey re upcoming Plan related deadlines	0.10 Hrs	
12/22/11	SAK	[B430-] Analyze Notice of 12/29/11 hearing	0.10 Hrs	
12/22/11	SAK	[B430-] Attend hearing	1.10 Hrs	
12/27/11	RXZ	[B430-] Analyze agenda for 12/29/2011 at 10:30 AM hearing	0.10 Hrs	
12/28/11	SAK	[B430-] Analyze Amended Notice of Agenda re 12/29/11 hearing	0.10 Hrs	
12/28/11	SAK	[B430-] Email exchange with R. Zahraiddin re upcoming hearing	0.10 Hrs	
		Totals	5.10 Hrs	\$1,703.50
		Court Hearings Totals	5.10 Hrs	\$1,703.50

Litigation

12/21/11	SAK	[B600-] Analyze JPMorgan's Motion to Remand	0.20 Hrs	
12/21/11	SAK	[B600-] Analyze Debtors' Joinder to Motion to Remand	0.10 Hrs	
12/21/11	RXZ	[B600-] E-mails to K. McCloskey re: motion for remand and analyze same	0.20 Hrs	
12/21/11	RXZ	[B600-] Analyze subordination opinion	0.60 Hrs	
		Totals	1.10 Hrs	\$611.00
		Litigation Totals	1.10 Hrs	\$611.00

et seq. Litigation

12/22/11	KAM	[B601-] Email from R. Zahraiddin re: docket no. 193 - the Motion for Remand filed by JP Morgan Chase Bank and email to counsel re: same	0.10 Hrs	
12/22/11	KAM	[B601-] Email from R. Zahraiddin re: docket no. 9224 - Memorandum Opinion re: Tranquility claim and email to counsel re: same	0.10 Hrs	
12/22/11	KAM	[B601-] Email from R. Zahraiddin re: docket no. 194 - the Debtors' Joinder to the Motion for Remand filed by JP Morgan Chase Bank and email to counsel re same	0.10 Hrs	
12/22/11	KAM	[B601-] Email to counsel re: objection deadline and hearing date for Motion for Remand in adversary case 09-50551	0.10 Hrs	
		Totals	0.40 Hrs	\$86.00
		et seq. Litigation Totals	0.40 Hrs	\$86.00

TOTAL LEGAL SERVICES \$7,736.00

LEGAL SERVICES SUMMARY

McCloskey, Kristin A. 10.80 Hrs 215 /hr \$2,322.00

Washington Mutual, Inc.

Snow, Theresa M	2.60 Hrs	225 /hr	\$585.00
Sterman, Jonathan M.	1.40 Hrs	350 /hr	\$490.00
Kinsella, Shelley A.	8.50 Hrs	410 /hr	\$3,485.00
Zahraiddin-Aravena, Rafael X.	1.40 Hrs	610 /hr	\$854.00
	<hr/>		<hr/>
	24.70 Hrs		\$7,736.00

Reimbursement for out of pocket expenses

COPYING

12/05/11	[] Device Cost	84.80
12/15/11	[] Device Cost	189.60
12/16/11	[] Device Cost	16.00
12/16/11	[] Device Cost	40.00
12/16/11	[] Device Cost	5.60
12/16/11	[] Device Cost	3.20
12/16/11	[] Device Cost	0.80
12/27/11	[] Device Cost	4.10
12/27/11	[] Device Cost	1.20
12/27/11	[] Device Cost	7.20
12/27/11	[] Device Cost	151.80
12/27/11	[] Device Cost	37.90
12/27/11	[] Device Cost	41.90
12/27/11	[] Device Cost	0.20
12/27/11	[] Device Cost	3.60
		\$587.90

DELIVERY/COURIER SERVICE

12/14/11	[] RELIABLE WILMINGTON---INV #WL030517 DTD 11/30/11: PROFESSIONAL SERVICE PERIOD: 11/16-11/30/11: 28 HD ON 11/22/11 FOR SAK	210.00
		\$210.00

Total Reimbursement for out of pocket expenses \$797.90

TOTAL THIS BILL \$8,533.90

104967	11/22/11	1,947.40
105057	12/05/11	12,764.90

Washington Mutual, Inc.

\$14,712.30

GRAND TOTAL DUE

\$23,246.20

PREVIOUS BILLS OUTSTANDING

104967
105057

11/22/11
12/05/11

1,947.40
12,764.90

\$14,712.30

TOTAL DUE

\$23,246.20

Task Billing Summary Page

Re: Special Debtors' Litigation Counsel

	<u>Current Bill</u>
<u>EG Fee Applications</u>	
	\$1,227.00
Subtotals	\$1,227.00
<u>Fee Objections EGS</u>	
	\$1,088.00
Subtotals	\$1,088.00
<u>Fee Applications and Invoices - Other</u>	
	\$1,218.50
Subtotals	\$1,218.50
<u>Fee Objections - Others</u>	
	\$958.50
Subtotals	\$958.50
<u>Claims Administration and Objections</u>	
	\$82.00
Subtotals	\$82.00
<u>Plan and Disclosure Statement</u>	
	\$761.50
Subtotals	\$761.50
<u>Court Hearings</u>	
	\$1,703.50
Subtotals	\$1,703.50
<u>Litigation</u>	
	\$611.00
Subtotals	\$611.00
<u>et seq. Litigation</u>	
	\$86.00
Subtotals	\$86.00
Totals	\$7,736.00

Washington Mutual, Inc.

Amounts outstanding over 30 days are subject to 1 1/4% interest per month.
Payments received after prior posting may not be reflected.

****WE NOW ACCEPT PAYMENT BY CREDIT CARD. IF INTERESTED
PLEASE CONTACT PAT ROONEY AT (215) 977-1014*****

EXHIBIT C

EXPENSE SUMMARY FOR THE PERIOD
DECMEBER 1, 2011 THROUGH DECEMBER 31, 2011

<u>Expense Category</u>	<u>Total Expenses</u>
Copying ¹	\$587.90
Delivery/Courier Service	\$210.00
TOTAL THIS BILL:	\$797.90

¹ EG represents that its rates for duplication is \$0.10 per page, consistent with the Local Rules and Guidelines. Detailed copy charges are listed in Exhibit B.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

----- X
In re: : Chapter 11
 :
WASHINGTON MUTUAL, INC., *et al.*,¹ : Case No. 08-12229 (MFW)
 :
Debtors. : (Jointly Administered)
 :
 : **Objection Deadline: 2/7/2012 @ 4 PM**
 : **Hearing: Only if Objections filed**
 :
----- X

**NOTICE OF THIRTY-THIRD MONTHLY APPLICATION
OF ELLIOTT GREENLEAF, SPECIAL LITIGATION
AND CONFLICTS COUNSEL TO THE DEBTORS, FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD DECEMBER 1, 2011 THROUGH DECEMBER 31, 2011**

TO: The Notice Parties as defined in the Amended Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals (“Amended Interim Compensation Order”) (Docket No. 302). Parties receiving notice in the above-captioned matter pursuant to Rule 2002 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) shall receive this Notice only.

PLEASE TAKE NOTICE that Elliott Greenleaf, Special Litigation and Conflicts Counsel to the Debtors in the above-captioned cases, has filed the **Thirty-Third Monthly Application of Elliott Greenleaf, Special Litigation and Conflicts Counsel to the Debtors and Debtors-in-Possession, for Compensation and Reimbursement of Expenses** (the “Application”). The Application seeks the **allowance** of fees in the amount of **\$7,736.00** (80%, \$6,188.80) and expenses in the amount of **\$797.90** for the period **December 1, 2011 through and including December 31, 2011** and **payment** of 80% of fees in the amount of **\$6,188.80** and 100% of the expenses in the amount of **\$797.90** pursuant to the Amended Interim Compensation Order. The Application has been filed and served on the Notice Parties pursuant to the Amended Interim Compensation Order. Notice of the Application has been filed and served on all parties requesting notice pursuant to Bankruptcy Rule 2002.

PLEASE TAKE FURTHER NOTICE that Objections of the Notice Parties, if any, to the relief requested in the Application must be filed with the United States Bankruptcy Court, 824 N. Market Street, 6th Floor, Wilmington, Delaware 19801, on or **before February 7, 2012 at 4:00 p.m. (prevailing Eastern Time)**.

¹ The Debtors in these Chapter 11 cases and the last four digits of each Debtor’s federal tax identification numbers are: (i) Washington Mutual, Inc. (3725); and (ii) WMI Investment Corp. (5395).

PLEASE TAKE FURTHER NOTICE that the Notice Parties must also serve a copy of the objection upon the following parties so as to be **received no later than 4:00 p.m. (prevailing Eastern Time) on February 7, 2012:**

(i) the Debtors, Washington Mutual, Inc., 1301 Second Avenue, Seattle, Washington 98101; (ii) counsel to the Debtors, (a) Weil, Gotshal & Manges, LLP, 767 Fifth Avenue, New York, NY 10153 (Attention: Marcia L. Goldstein, Esq. and Brian S. Rosen, Esq.) and (b) Richards, Layton & Finger, P.A., One Rodney Square, 920 North King Street, Wilmington, DE 19801 (Attention: Mark D. Collins, Esq.); (iii) the Office of the United States Trustee, 844 King St., Suite 2207, Lockbox 35, Wilmington, DE 19801; (iv) counsel to the Official Committees of Unsecured Creditors, (a) Pepper Hamilton, LLP, Hercules Plaza, Suite 5100, 1313 North Market Street, Wilmington, DE 19899 (Attention: Evelyn J. Meltzer, Esq., David M. Fournier, Esq., David B. Stratton, Esq., James Carignan, Esq.) and (b) Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, NY 10036 (Attn: Fred S. Hodara, Esq.); and (v) special litigation and conflicts counsel for the Debtors, (a) Quinn Emanuel Urquhart Oliver & Hedges, LLP, 51 Madison Avenue, 22nd Floor, New York, NY 10010 (Attention: Susheel Kirpalani) and (b) Elliott Greenleaf, 1105 North Market Street, Suite 1700, Wilmington, DE 19801 (Attention: Rafael X. Zahralddin-Aravena).

PLEASE TAKE FURTHER NOTICE THAT PURSUANT TO THE INTERIM COMPENSATION ORDER, IF NO OBJECTIONS ARE FILED IN ACCORDANCE WITH THE ABOVE PROCEDURE, THE DEBTORS WILL BE AUTHORIZED TO PAY EIGHTY PERCENT (80%) OF REQUESTED FEES AND ONE HUNDRED (100%) OF REQUESTED EXPENSES WITHOUT FURTHER COURT ORDER.

PLEASE TAKE FURTHER NOTICE THAT ONLY IF AN OBJECTION IS PROPERLY AND TIMELY FILED IN ACCORDANCE WITH THE PROCEDURES SET FORTH PURSUANT TO THE INTERIM COMPENSATION ORDER WILL A HEARING BE HELD ON THE APPLICATION.

Dated: **January 18, 2012**
Wilmington, Delaware

ELLIOTT GREENLEAF

/s/ Rafael X Zahralddin-Aravena
Rafael X. Zahralddin-Aravena (DE Bar No. 4166)
Shelley A. Kinsella (DE Bar No. 4023)
1105 North Market Street, Suite 1700
Wilmington, Delaware 19801
Telephone: (302) 384-9400
Facsimile: (302) 384-9399
Email: rxza@elliottgreenleaf.com
Email: sak@elliottgreenleaf.com

*Special Litigation and Conflicts Counsel for
Washington Mutual, Inc.*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

-----	X	
In re:	:	Chapter 11
	:	
WASHINGTON MUTUAL, INC., <i>et al.</i> , ¹	:	Case No. 08-12229 (MFW)
	:	
Debtors.	:	(Jointly Administered)
-----	X	

CERTIFICATE OF SERVICE

I, Shelley A. Kinsella, Esquire, Special Litigation and Conflicts Counsel for the Debtors, hereby certify that I caused a copy of the *Thirty-Third Monthly Application of Elliott Greenleaf, Special Litigation and Conflicts Counsel to the Debtors, for Compensation and Reimbursement of Expenses for the Period December 1, 2011 through December 31, 2011* to be served on all Notice Parties as defined in the Amended Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals (Docket No. 302) on the attached Exhibit A in the manners indicated.

I also caused a copy of the **Notice** of the Thirty-Third Monthly Application to be served on the 2002 service list attached hereto as Exhibit B, in the manners indicated.

Dated: January 18, 2012
Wilmington, Delaware

ELLIOTT GREENLEAF

/s/ Rafael X Zahralddin-Aravena
Rafael X. Zahralddin-Aravena (DE Bar No. 4166)
Shelley A. Kinsella (DE Bar No. 4023)
1105 North Market Street, Suite 1700
Wilmington, Delaware 19801
Telephone: (302) 384-9400
Facsimile: (302) 384-9399
Email: rxza@elliottgreenleaf.com
Email: sak@elliottgreenleaf.com

*Special Litigation and Conflicts Counsel for
Washington Mutual, Inc.*

¹ The Debtors in these Chapter 11 cases and the last four digits of each Debtor's federal tax identification numbers are: (i) Washington Mutual, Inc. (3725); and (ii) WMI Investment Corp. (5395).

EXHIBIT A
NOTICE PARTIES SERVICE LIST

First Class Mail

Washington Mutual, Inc.
1301 Second Avenue
Seattle, WA 98101

First Class Mail

Weil Gotshal & Manges LLP
Brian S Rosen
Marcia L Goldstein
Michael F Walsh
767 Fifth Ave
New York, NY 10153

Hand Delivery

Richards Layton & Finger PA
Chun I Jang
Mark D Collins
One Rodney Square
920 N. King Street
Wilmington, DE 19899

Hand Delivery

Office of the United States Trustee
Delaware
Jane Leamy
844 King Street, Suite 2207
Lockbox 35
Wilmington, DE 19899-0035

First Class Mail

Akin Gump Strauss Hauer & Feld LLP
Fred S Hodara
One Bryant Park
New York, NY 10036

Hand Delivery

Pepper Hamilton LLP
David B Stratton
David M Fournier
Evelyn J Meltzer
Hercules Plaza, Suite 5100
1313 N. Market Street
Wilmington, DE 19801

Hand Delivery

Ashby & Geddes PA
Don A Beskrone, Amanda M Winfree,
and William P Bowden
500 Delaware Avenue, 8th Floor
P.O. Box 1150
Wilmington, DE 19899

First Class Mail

Lee R. Bogdanoff
David M. Stern
Matthew C. Heyn
KLEE, TUCHIN, BOGDANOFF &
STERN LLP
1999 Avenue of the Stars, 39th Floor
Los Angeles, California 90067

First Class Mail

Stephen D. Susman
Seth D. Ard
Susman Godfrey, L.L.P.
654 Madison Avenue, 5th Floor
New York, NY 10065

2002 SERVICE LIST

Hand Delivery

Archer & Greiner PC
Charles J Brown III
300 Delaware Avenue, Suite 1370
Wilmington, DE 19801

Hand Delivery

Attorney Generals Office
Joseph R Biden III
Carvel State Office Building
820 N. French Street, 8th Floor
Wilmington, DE 19801

Hand Delivery

Connolly Bove Lodge & Hutz LLP
Marc J Phillips
Jeffrey C Wisler
1007 N. Orange Street
P.O. Box 2207
Wilmington, DE 19899

Hand Delivery

Cross & Simon LLC
Christopher P Simon
913 N. Market Street, 11th Floor
Wilmington, DE 19801

Hand Delivery

Department of Labor
Division of Unemployment Insurance
4425 N. Market Street
Wilmington, DE 19802

Hand Delivery

Edwards Angell Palmer & Dodge LLP
Craig R Martin
Stuart M Brown
919 N. Market Street, 15th Floor
Wilmington, DE 19801

Hand Delivery

Landis Rath & Cobb LLP
Adam G Landis
Matthew B McGuire
919 Market Street, Suite 600
Wilmington, DE 19801

Hand Delivery

Ashby & Geddes PA
Don A Beskrone, Amanda M Winfree, and William P Bowden
500 Delaware Avenue, 8th Floor
P.O. Box 1150
Wilmington, DE 19899

Hand Delivery

Fox Rothschild LLP
Jeffrey M Schlerf
Citizens Bank Center
919 North Market Street, Suite 1600
Wilmington, DE 19801

Hand Delivery

Blank Rome LLP
Michael DeBaecke
1201 Market Street, Suite 800
Wilmington, DE 19801

Hand Delivery

Delaware Dept of Justice
Attn: Bankruptcy Department
Division of Securities
820 N. French Street, 5th Floor
Wilmington, DE 19801

Hand Delivery

Eckert Seamans Cherin & Mellot LLC
Ronald S Gellert
Tara L Lattomus
300 Delaware Avenue, Suite 1210
Wilmington, DE 19801

Hand Delivery

Fox Rothschild LLP
Jeffrey M Schlerf
919 N. Market Street
Citizens Bank Center, Suite 1600
Wilmington, DE 19801

Hand Delivery

Morris James LLP
Brett D Fallon
500 Delaware Avenue, Suite 1500
P.O. Box 2306
Wilmington, DE 19899-2306

Hand Delivery
Office of the United States Trustee Delaware
Jane Leamy
844 King Street, Suite 2207
Lockbox 35
Wilmington, DE 19899-0035

Hand Delivery
Young Conaway Stargatt & Taylor LLP
M Blake Cleary
Robert S Brady
1000 West Street, 17th Floor
Wilmington, DE 19801

Hand Delivery
Richards Layton & Finger PA
Chun I Jang
Mark D Collins
One Rodney Square
920 N. King Street
Wilmington, DE 19899

Hand Delivery
State of Delaware Division of Revenue
Randy R Weller MS No 25
820 N. French Street, 8th Floor
Wilmington, DE 19801-0820

Hand Delivery
Werb & Sullivan
Duane D Werb
Matthew P Austria
300 Delaware Avenue, Suite 1300
P.O. Box 25046
Wilmington, DE 19899

First Class Mail
Axiom Corporation
CB Blackard III
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